

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

ZONEPERFECT NUTRITION COMPANY

Plaintiff,

v.

HERSHEY FOODS CORPORATION,
HERSHEY CHOCOLATE &
CONFECTIONERY CORPORATION, and
BARRY D. SEARS,

Defendants.

CIVIL ACTION
NO. 04-10760-REK

**PLAINTIFF'S ASSENTED TO MOTION
FOR LEAVE TO EXCEED PAGE LIMITS**

Pursuant to Local Rule 7.1(B)(3), ZonePerfect Nutrition Company ("ZonePerfect") hereby moves for leave to file the accompanying Memorandum of Law in Support of its Motion for Preliminary Injunction which exceeds the twenty-page-limit set forth in the Local Rule by 17 pages.

As grounds for this Motion, ZonePerfect state as follows:

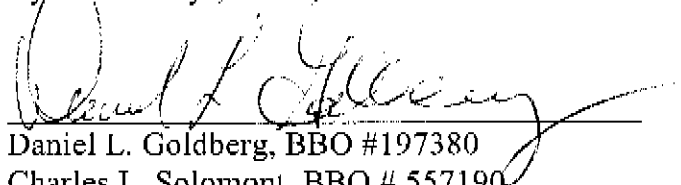
1. Defendants have assented to this motion.
2. ZonePerfect seeks preliminary injunctive relief against multiple defendants on several independent grounds – all of which implicate multi-factor considerations. The memorandum is lengthened to encompass and adequately address each ground for relief.
3. ZonePerfect has made every effort to deal as concisely as possible in presenting their arguments.

WHEREFORE, ZonePerfect respectfully requests that the Court grant it leave to file their Initial Memorandum of Law in Support of Preliminary Injunction, which is in excess of twenty (20) pages.

Respectfully submitted,

ZONEPERFECT NUTRITION COMPANY

By its attorneys,



Daniel L. Goldberg, BBO #197380

Charles L. Solomont, BBO # 557190

Joshua M. Dalton, BBO #636402

Matthew L. Mitchell, BBO #647902

BINGHAM MCCUTCHEN LLP

150 Federal Street

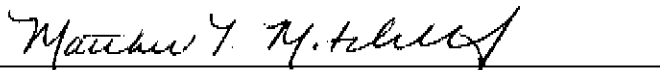
Boston, MA 02110

(617) 951-8000

Dated: May 10, 2004

CERTIFICATE OF SERVICE

I hereby certify that a copy of the foregoing document was served upon counsel for each defendant via facsimile and by hand to Ms. Arrowood and Mr. Adio and by mail to Mr. Smart this 10th day of May, 2004.



Mathew L. Mitchell